Form (5-A)

Sr. No. 338 e

Date 14.7.2017

THE REPUBLIC OF THE UNION OF MYANMAR

The Myanmar Investment Commission

ENDORSEMENT

Endorsement No. 024/2017 Date 14 July 2017

This endorsement is issued by the Myanmar Investment Commission according to the section 25, sub-section (d) of the Myanmar Investment Law-

(1) Name of Investor U TIN MAUNG WIN

(2) Citizenship MYANMAR

(3) Residence Address NO. 33, BADAMYAR STREET, MYANMA GON YAUNG HOUSING COMPLEX, THANTHUMAR ROAD, TAMWE TOWNSHIP, YANGON

(4) Name and Address of Principal Organization MAZE COMPANY LIMITED, NO. 20, PEARL ROAD, GOLDEN VALLEY, BAHAN TOWNSHIP, YANGON

(5) Place of Incorporation MYANMAR

(6) Type of business CONSTRUCTION OF CINEMAS AND OPERATION OF MOVIES SHOW

(7) Place(s) of investment Project HOLDING NO. 62-KA, KWIN NO. 17, NORTH WEST OF NAUNG INN, AYETHARYAR VILLAGE TRACT, TAUNG GYI TOWNSHIP, TAUNGGYI DISTRICT, SHAN STATE

(8) Amount of Foreign Capital US$ 0.15 MILLION

(9) Period for Foreign Capital to be brought in WITHIN TWO YEARS FROM THE DATE OF ISSUANCE OF ENDORSEMENT

(10) Total Amount of Capital (Kyat) EQUIVALENT IN KYAT OF US$ 0.37 MILLION (INCLUDING US$ 0.15 MILLION)

(11) Construction Period 1 YEAR

(12) Validity of Endorsement 10 YEARS

(13) Form of Investment JOINT VENTURE

(14) Name of Company Incorporated in Myanmar PARADISO CINEMAS COMPANY LIMITED

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Chairman

The Myanmar Investment Commission

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်
အတည်ပြုမိန့်

အတည်ပြုမိန့်အမှတ် ၁၂၄/၂၀၁၇ ၂၀၁၇ ခုနှစ် ဇူလိုင် လ ၁၄ ရက်

မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှု ကော်မရှင်သည် မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုဥပဒေပုဒ်မ-၂၅ ပုဒ်မခွဲ (ဃ) အရ ဤအတည်ပြုမိန့်ကိုထုတ်ပေးလိုက်သည် -

(၁) ရင်းနှီးမြှုပ်နှံသူအမည် ဦးတင်မောင်ဝင်း
(၂) နိုင်ငံသား မြန်မာ
(၃) နေရပ်လိပ်စာ အမှတ်-၃၃၊ ပတ္တမြားလမ်း၊ မြန်မာ့ဂုဏ်ရောင်အိမ်ရာ၊ သံသုမာလမ်း၊ တာမွေမြို့နယ်၊ ရန်ကုန်မြို့
(၄) ပင်မအဖွဲ့အစည်းအမည်နှင့် လိပ်စာ MAZE COMPANY LIMITED အမှတ်(၂၀)၊ ပုလဲလမ်း၊ ရွှေတောင်ကြားရပ်ကွက်၊ ဗဟန်းမြို့နယ်၊ ရန်ကုန်မြို့
(၅) ဖွဲ့စည်းရာအရပ် မြန်မာနိုင်ငံ
(၆) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား ရုပ်ရှင်ရုံများဆောက်လုပ်ခြင်းနှင့် ရုပ်ရှင်ပြသခြင်းလုပ်ငန်း
(၇) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) ဦးပိုင်အမှတ် ၆၂-က၊ ကွင်းအမှတ် ၁၇၊ နောင်အင် အနောက်မြောက်ရပ်၊ အေးသာယာကျေးရွာအုပ်စု၊ တောင်ကြီးမြို့နယ်၊ တောင်ကြီးခရိုင်၊ ရှမ်းပြည်နယ်
(၈) နိုင်ငံခြားမတည်ငွေရင်း ပမာဏ အမေရိကန်ဒေါ်လာ ၀.၁၅ သန်း
(၉) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ အတည်ပြုမိန့်ရရှိသည့်နေ့မှ ၂ နှစ် အတွင်း
(၁၀) စုစုပေါင်း မတည်ငွေရင်းပမာဏ(ကျပ်) အမေရိကန်ဒေါ်လာ ၀.၃၇ သန်း (အမေရိကန်ဒေါ်လာ ၀.၁၅ သန်း အပါအဝင်)
(၁၁) တည်ဆောက်မှု/ပြင်ဆင်မှုကာလ ၁ နှစ်
(၁၂) အတည်ပြုမိန့်သက်တမ်း ၁၀ နှစ်
(၁၃) ရင်းနှီးမြှုပ်နှံမှုပုံစံ ဖက်စပ်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု
(၁၄) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် PARADISO CINEMAS COMPANY LIMITED

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ဥက္ကဋ္ဌ
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်

THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION
No.(1), Thitsar Road, Yankin Township, Yangon

Tel: 95-1-658130
Fax:95-1-658142

Our ref: MIC-5(O)/FI-036/2017(338-e)
Date : 14th July 2017

Subject: **Decision of the Myanmar Investment Commission on the Endorsement for Construction of Cinemas and Operation of Movies Show under the name of Paradiso Cinemas Company Limited**

Reference: Paradiso Cinemas Company Limited Letter dated 4-3-2017

1. The Myanmar Investment Commission, at its meeting (9/2017) held on 16 June 2017, approved the Endorsement for investment in Construction of Cinemas and Operation of Movies Show under the name of Paradiso Cinemas Company Limited submitted by MAZE Company Limited (60%) from the Republic of the Union of Myanmar and Mr. Guy Robert EUGENE (40%) from France as a joint venture investment in accordance with the Myanmar Investment Law and Rules.

2. The terms and conditions of the Endorsement are stated in the following paragraphs:

(a) The term of an Endorsed project shall be initial 10 (ten) years commencing from the date of the issuance of Endorsement by Myanmar Investment Commission.

(b) The term of the Lease Agreement for land shall be ten (10) years commencing from the date of signing of the Lease Agreement between U Moe Lwin (Lessor) and U Tin Maung Win (Lessee).

(c) The annual rent for the land shall be US$ 8,888.89 (United States Dollar eight thousand, eight hundred and eighty-eight and eighty-nine cents only) calculated at the rate of US$ 2.19

per square meter per year of the land measuring 1.00 acres (4,046.00 square meters). The rate of the rent shall be revised in view of the prevailing land lease rate after every five year period and the increase of the rent shall not be more than 5% of the preceding annual rent.

(d) Paradiso Cinemas Company Limited, which has obtained this Endorsement to receive benefits relating to the right to use land under Chapter XII and exemptions and reliefs under section 77 and 78 of the Chapter XVIII of the Myanmar Investment Law, may submit the application form.

(e) Paradiso Cinemas Company Limited shall use its best efforts to achieve a timely realization of work stated in the Endorsement application.

(f) Paradiso Cinemas Company Limited shall obey and respect the responsibilities of investors under section 65 of Myanmar Investment Law and Chapter XX of Myanmar Investment Rules.

(g) Paradiso Cinemas Company Limited shall carry out of preventing, mitigation and monitoring of significant environmental impacts according to the type of investment activities in accordance with the relevant laws, rules, regulations and procedures.

(h) Paradiso Cinemas Company Limited shall submit to the Commission any transfer of shares or transfer of business to any person during the investment period in accordance with section 72 of Myanmar Investment Law and rule 191 of Myanmar Investment Rules.

(i) Paradiso Cinemas Company Limited which has benefitted from the Endorsement or exemptions and reliefs shall submit an annual report in the prescribed form to the Commission within three (3) months of the end of the financial year in accordance with rule 196 of Myanmar Investment Rules and shall publish a summary of report on its website or the Commission's website.

(j) Paradiso Cinemas Company Limited must, during the operation period under the endorsement of the Commission, submit its operating report quarterly in the prescribed form in accordance with rule 197 of Myanmar Investment Rules.

3. Paradiso Cinemas Company Limited shall submit (5) copies of all approvals, licences, permits and similar authorizations relevant to the initial implementation of the investment and the Land Lease Agreement to the Commission.

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(Kyaw Win)
Chairman

Paradiso Cinemas Company Limited

cc:
1. Office of the Government of the Republic of the Union of Myanmar
2. Ministry of Home Affairs
3. Ministry of Information
4. Ministry of Natural Resources and Environmental Conservation
5. Ministry of Labour, Immigration and Population
6. Ministry of Commerce
7. Ministry of Planning and Finance
8. Central Bank of Myanmar

9. Office of the Shan State Government
10. Director General, Information and Public Relations Department
11. Director General, Department of Environmental Conservation
12. Director General, Directorate of Labour
13. Director General, Department of Trade
14. Director General, Directorate of Investment and Company Administration
15. Director General, National Archives Department
16. Director General, Internal Revenue Department
17. Director General, Customs Department